

**TRAILER TRAIN
COMPANY**

101 NORTH WACKER DRIVE CHICAGO, ILLINOIS 60606
(312) 853-3223

DIRECT LINE (312) 984-3821

THOMAS D MARION
TREASURER

0-344A026

December 7, 1990

VIA FEDERAL EXPRESS

Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
12th & Constitutional Avenue, N.W.
Room 2303
Washington, DC 20423

16913 E
DEC 10 1990 - 11 00 AM
INTERSTATE COMMERCE COMMISSION

DEC 10 10 55 AM '90
MOTOR OPERATING UNIT

Dear Mr. Strickland:

Submitted herewith for filing and recordation under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are three (3) fully executed counterparts of the following document:

Partial Release dated December 4, 1990 of the Manufacturing Agreement dated as of June 12, 1990. This Release is a secondary document.

Parties to this transaction are as follows:

Trailer Train Company (Company)
101 North Wacker Drive
Chicago, IL 60606

Trinity Industries, Inc. (Manufacturer)
2525 Stemmons Freeway
Dallas, TX 75207

The general description of the equipment is as follows:

Type	AAR Mechanical Designation	No. of Units	Marked*	Numbered
5-platform, Articulated All- Purpose Spine cars	FC	41	TTAX	76477-76493 76560-76582 76584

* All units will have marked on each side the following legend,
"Ownership Subject to a Security Agreement Filed with the
Interstate Commerce Commission".

Sidney L. Strickland, Jr.
December 7, 1990
Page Two

Enclosed is our check in the amount of \$15.00 to cover filing fees.

Prior recordations pertaining to this Release being recorded are as follows:

- 1) Manufacturing Agreement dated as of June 12, 1990, recorded on June 28, 1990, recordation number 16913.
- 2) Partial Release dated August 4, 1990, recorded on August 28, 1990, recordation number 16913-A.
- 3) Partial Release dated September 14, 1990, recorded on September 24, 1990, recordation number 16913-B.
- 4) Manufacturing Agreement Supplement No. 1, dated October 25, 1990, recorded on November 9, 1990, recordation number 16913-C.

A short summary of this document to appear in the Index is as follows:

Partial Release covering 41 5-platform articulated All-Purpose Spine Cars - TTAX, with the following car numbers: 76477-76493, 76560-76582, 76584.

Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to me via certified mail.

Very truly yours,



TDM/mak
Enclosures

P.S. Ms. Mildred Lee - As per your previous conversation, please call Jane Congram at 312-984-3841 as soon as these Releases are recorded advising her of the recordation numbers, dates and times. Thank you very much.

Interstate Commerce Commission

Washington, D.C. 20423

12/10/90

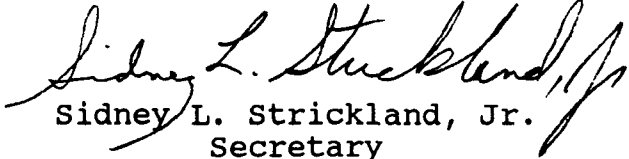
OFFICE OF THE SECRETARY

Tailer Train Company
101 North Wacker Drive
Chicago, Illinois 60606

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/10/90 at 11:00AM , and assigned recordation number(s) 16775-I and 16913-E.

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

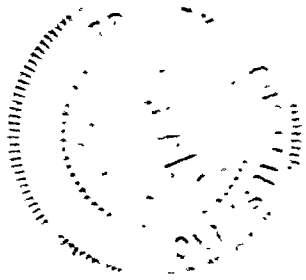
16913-E

DEC 10 1990 - 10 AM

RELEASE

INTERSTATE COMMERCE COMMISSION

TRINITY INDUSTRIES, INC., the manufacturer named in that certain Manufacturing Agreement dated as of June 12, 1990, with Trailer Train Company, which agreement has been filed and recorded with the Interstate Commerce Commission pursuant to Section 11303 of Title 49 of the United States Code on June 28, 1990, and assigned recordation number 16913, does hereby acknowledge receipt of all amounts due under said agreement in respect of, and does hereby release all of its right, title, and interest in and to, the railroad equipment listed in Schedule A hereto.



TRINITY INDUSTRIES, INC.

by K. W. Lewis
Senior Vice President

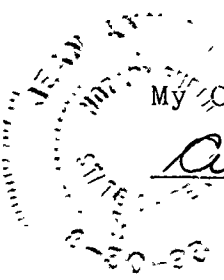
STATE OF TEXAS)
) SS.:
COUNTY OF DALLAS)

On this 4th day of December, 1990, before me personally appeared K. W. Lewis, to me personally known, who, by me being duly sworn, says that he is a Senior Vice President of Trinity Industries, Inc., that one of the seals affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

Jean Ann Ginsley
Notary Public

My Commission expires:

Aug. 30, 1993



SCHEDULE A

Builder: Trinity Industries, Inc.

Description: Five-platform articulated all-purpose spine flatcars with retractable hitches for carrying trailers or containers

Quantity: Forty-One (41)

Car No.: TTAX 76477 - 76493 (inclusive)
TTAX 76560 - 76582 (inclusive)
TTAX 76584

Delivery Period: October and November, 1990

Contract No.: T-5A89-P